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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

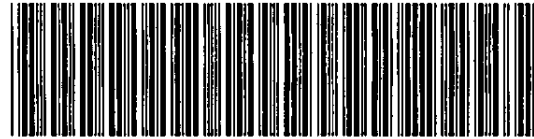
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

S Warren
JAN 06 2017

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: COMBEE PROPERTIES LTD
Name of Florida Limited Partnership or Limited Liability Limited Partnership

The enclosed Certificate of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

MARYANN TROIANO

Contact Person

COMBEE PROPERTIES LTD

Firm/Company

742 SOUTH COMBEE ROAD

Address

LAKELAND, FL 33802

City, State and Zip Code

MTROIANO@FLEETWINGOIL.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

MARYANN TROIANO

Name of Contact Person

at (863)

665-7557

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$52.50 Filing Fee

☒ \$61.25 Filing Fee
and Certificate of
Status

☐ \$105.00 Filing Fee
and Certified Copy

☐ \$113.75 Filing Fee,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

COMBEE PROPERTIES LTD

Insert name currently on file with Florida Department of State

Pursuant to the provisions of section 620.1202, Florida Statutes, this Florida limited partnership or limited liability limited partnership, whose certificate was filed with the Florida Department of State on 1/01/2001, assigned Florida document number A01000000048, adopts the following certificate of amendment to its certificate of limited partnership.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited partnership or limited liability limited partnership here:

New name must be distinguishable and contain an acceptable suffix.

Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.

Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.

B. If amending mailing address and/or principal office address, enter new mailing address and/or principal office address here:

New Principal Office Address:
(Must be STREET address)

742 SOUTH COMBEE ROAD
LAKELAND FL 33802

New Mailing Address:
(May be post office box)

742 SOUTH COMBEE ROAD
LAKELAND, FL 33802

C. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent:

MARYANN TROIANO

New Registered Office Address:

742 SOUTH COMBEE ROAD

Enter Florida street address

LAKELAND

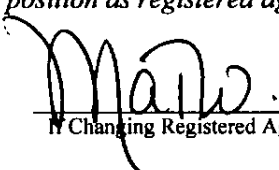
City

, Florida 33802

Zip Code

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Changing Registered Agent, Signature of New Registered Agent

D. If amending the general partner(s), enter the name and business address of each general partner being added or removed from our records:

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	MARYANN TROIANO	742 SOUTH COMBEE RD LAKELAND FL 33802	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
_____	W. ANDREW SMITH	1428 BRIARWOOD LN LAKELAND FL 33803	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add <input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add <input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add <input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add <input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add <input type="checkbox"/> Remove

E. If the limited partnership or limited liability limited partnership is amending its "limited liability limited partnership" status, enter change here:

- ☐ This Limited Partnership hereby elects to be a "Limited Liability Limited Partnership."
- ☐ This Limited Partnership hereby removes its "Limited Liability Limited Partnership" status.

(NOTE: *If adding or removing "limited liability limited partnership" status, all general partners must sign this amendment.***)**

F. If amending any other information, enter change(s) here: *(Attach additional sheets, if necessary.)*

Effective date, if other than the date of filing: _____
(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signature(s) of a general partner or all general partners*:

(*NOTE: Only one current general partner is required to sign this document unless the limited partnership is adding or removing a "limited liability limited partnership" election statement. Chapter 620, F.S., requires all general partners to sign when adding or removing a "limited liability limited partnership" election statement.)

Mark

Signature(s) of all new or dissociating general partner(s), if any:

See "Removal Notice"

Filing Fee: \$52.50
Certified Copy (optional): \$52.50
Certificate of Status (optional): \$8.75

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Notice of Removal Walter Andrew Smith
as General Partner of Combee Properties, LTD**

Pursuant to the terms of Section 12.4(a)(5) of the Agreement of Limited Partnership, the undersigned, representing a majority in interest of the Limited Partners of Combee Properties, LTD hereby has voted unanimously to remove Walter Andrew Smith as General Partner of Combee Properties, LTD on the grounds of willful misconduct, gross negligence, and self-dealing, and hereby give notice of said removal effective this 10 day of March, 2016.

We the undersigned voted unanimously that Walter Andrew Smith engaged in willful misconduct, gross negligence, and self-dealing, including, but not limited to, failing to act in the best interest of Limited Partners, Cecilia Smith McGinnis, Natalie Smith Curran, and the Revocable Trust by wrongfully assigning a majority limited partnership interest to the marital trust, a trust which Walter Andrew Smith controlled, and using the partnership assets for his exclusive benefit and adversarially to the rights of the limited partners.



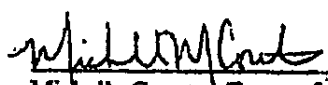
Maryann Troiano, Trustee for
The Elizabeth B. Smith Revocable Trust

Signed and Dated this 10 day of March, 2016.



Jason Post, Trustee for
The Elizabeth B. Smith Revocable Trust

Signed and Dated this 10th day of March, 2016.



Michelle Counter, Trustee for
The Elizabeth B. Smith Revocable Trust

Signed and Dated this 10th day of March, 2016.

2011 JAN -5 A 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LIMITED PARTNERSHIP RESOLUTION

We the undersigned, as trustees of The Elizabeth B. Smith Revocable Trust, the Sole Limited Partner of COMBEE PROPERTIES, LTD, consent and agree that the following resolutions were made on June 8, 2016 at 10AM (time) at 395 South Central Avenue (address). Bartow, Florida 33830

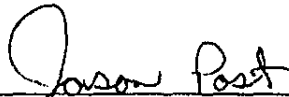
RESOLVED that by authority given pursuant to Section 12.5 of the Agreement of Limited Partnership of COMBEE PROPERTIES, LTD., The Elizabeth B. Smith Revocable Trust, the Sole Limited Partner of COMBEE PROPERTIES, LTD., nominated Maryann Troiano as General Partner of COMBEE PROPERTIES, LTD, effective immediately.

RESOLVED that by authority given pursuant to Section 12.5 of the Agreement of Limited Partnership of COMBEE PROPERTIES, LTD., The Elizabeth B. Smith Revocable Trust, the Sole Limited Partner of COMBEE PROPERTIES, LTD., unanimously and affirmatively voted to elect Maryann Troiano as the General Partner of COMBEE PROPERTIES, LTD, effective immediately.



Maryann Troiano, Trustee for
The Elizabeth B. Smith Revocable Trust

Signed and Dated this 8 day of June, 2016.



Jason Post, Trustee for
The Elizabeth B. Smith Revocable Trust

Signed and Dated this 8 day of June, 2016.

Michelle Counter, Trustee for
The Elizabeth B. Smith Revocable Trust

Signed and Dated this ____ day of June, 2016.

2017 JUN -5 A 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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